

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

INTERNATIONAL GAME TECHNOLOGY

(Delayed Public Offering)_____

ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on June 9, 1993, and before the Nevada Gaming Commission ("Commission") on June 24, 1993, at Carson City, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;
IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE
RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:
 - a. The application of International Game Technology for approval of a continuous or delayed public offering pursuant to NGC Regulation 16.115; and for approval to place restrictions upon the transfer of, and to agree not to encumber, the common stock of IGT and the common stock and Series A Preferred stock of CMS-International pursuant to NGC Regulation 15.510.1-4 and 15.585.7-3, in conjunction with a public offering issued by International Game Technology in accordance with NGC Regulation 16.115;

b. The application of CMS-International for approval to place restrictions upon the transfer of, and to agree not encumber, the common stock of Silver Club, CMS-Sparks and CMS-EI Capitan, pursuant to NGC Regulation 15.510.1-4, in conjunction with a public offering issued by International Game Technology in accordance with NGC Regulation 16.115; and

c. The applications of IGT, Silver Club, dba Silver Club, CMS-Sparks, dba The Treasury Club and CMS-EI Capitan, dba El Capitan Club for approval, pursuant to NGC Regulation 16.100(3), to guarantee any security issued by, or to hypothecate their assets to secure the payment or performance of any obligations evidenced by any security issued by International Game Technology, pursuant to a public offering made by it under the aforesaid continuous or delayed public offering approval.

2. THAT International Game Technology is hereby granted approval to make public offerings for a period of one year, subject to the following conditions:

a. That at all times during the year, International Game Technology shall timely file all reports required by Section 13 or Section 15(d) of the Securities Exchange Act of 1934;

b. That upon filing documents with the United States Securities and Exchange Commission ("SEC") regarding the sale of any securities for which approval would otherwise be required, International Game Technology shall contemporaneously provide written notice and copies of such documents to the Board's Corporate Securities Division, and shall keep said Division continuously and promptly informed as to the progress of any public offering made hereunder and as to any other event that would have a material effect on International Game Technology or its subsidiaries, which could be subject to reporting on SEC Form 8K; and

c. That the approval herein granted may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the Board. Said

interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission.

3. THE Commission hereby delegates to the Chairman of the Board the authority to issue interlocutory stop orders for good cause, which shall remain in effect until lifted by the Commission as provided in paragraph 2(c) above.

4. THAT International Game Technology is hereby granted approval for a period of one year, pursuant to NGC Regulation 15.510.1-4, to place restrictions upon the transfer of, and to agree not to encumber, the common stock of IGT solely in conjunction with a public offering issued by International Game Technology pursuant to the authority granted it by paragraph 2 of this Order.

5. THAT International Game Technology is hereby granted approval for a period of one year, pursuant to NGC Regulation 15.585.7-3, to place restrictions upon the transfer of, and agree not to encumber, the common stock and Preferred Stock Series A of CMS-International, solely in conjunction with a public offering issued by International Game Technology pursuant to the authority granted it by paragraph 2 of this Order.

6. THAT CMS-International is hereby granted approval for a period of one year, pursuant to NGC Regulation 15.510.1-4, to place restrictions upon the transfer of, and agree not to encumber, the common stock of Silver Club, CMS-Sparks and CMS-EI Capitan, solely in conjunction with a public offering issued by International Game Technology, pursuant to the authority granted it by paragraph 2 of this Order.

7. THAT Silver Club, dba Silver Club, CMS-Sparks, dba The Treasury Club and CMS-EI Capitan, dba El Capitan Club are each granted approval for a period of one year, pursuant to NGC Regulation 16.100(3), as corporate licensees, to guarantee any security issued by International Game Technology pursuant to a public offering made under the authority granted it by paragraph 2 of this Order, and to hypothecate their assets to secure the payment or performance of any obligation evidenced by any security issued by International Game

Technology pursuant to a public offering made under the authority granted it by paragraph 2 of this Order.

8. THAT IGT is granted approval for a period of one year, pursuant to NGC Regulation 16.100(3), as a corporate licensee, to guarantee any security issued by International Game Technology pursuant to a public offering made under the authority granted it by paragraph 2 of this Order, and to hypothecate its assets to secure the payment or performance of any obligation evidenced by any security issued by International Game Technology pursuant to a public offering made under the authority granted it by paragraph 2 of this Order.

9. THAT the approvals granted in paragraphs 5, 6 and 7 are expressly conditioned that International Game Technology is controlling shareholder of CMS-International and CMS-International is the sole shareholder of Silver Club, CMS-Sparks and CMS-EI Capitan.

ENTERED at Carson City, Nevada, this 24th day of June 1993.